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various ways. Also, it is to be understood that the phraseology and terminology used herein is for the purpose of description and should not be regarded as limiting.--

Please replace the paragraph beginning on page 4, line 6 with the following substitute paragraph.

--Fig. 3 is a cut-away view showing the internal components of the unit 10. The interior volume of the enclosure 14 is separated into multiple compartments. A partition 38 at least partially separates the interior volume within the enclosure 14 into two compartments: a discharge compartment 40 and a component compartment 42. The component compartment 42 may be further divided into a first compartment 44 and a second compartment 46. In the illustrated embodiment, the first compartment 44 and the second compartment 46 together make up the component compartment 42. As illustrated in Fig. 3, the first compartment 44 is disposed near the right side of the enclosure 14, and the second compartment 46 is disposed near the lower left side of the enclosure 14. In Fig. 3, a compressor 50 is disposed in the first compartment 44, and a motor 54 is disposed in the second compartment 46. The partition 38 may at least partially separate the first compartment 44 from the second compartment 46.--

Please replace the paragraph beginning on page 5, line 12 with the following substitute paragraph.

-- As shown in Fig. 3, the aftercooler 64 at least partially defines the discharge

compartment 40. In the illustrated embodiment, the discharge compartment 40 is defined by the partition 38, the second side wall 32, the rear wall 26, the front wall 22, the top wall 34, and the aftercooler 64. As mentioned above, the discharge aperture 60 is in fluid flow communication with the discharge compartment 40. The discharge compartment 40 insulates the discharge



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aperture 60 from the primary noise sources of the unit 10. It is not necessary for the aftercooler 64 to form a portion of the border between the discharge compartment 40 and the first compartment 44. The aftercooler 64 could be located elsewhere, however the aftercooler 64 must be in a position to have adequate cooling ambient air flow over the aftercooler 64.--

Please replace the paragraph beginning on page 10, line 9 with the following substitute paragraph.

--Air flow E enters the first compartment 44 through the primary inlet 74 and may cool

the compressor 50 before splitting into two air flows. A first air flow E, F, G, M may flow from the first compartment 44, through the first passage 110 and the aftercooler 64, into the discharge compartment 40, and past the baffle 70 before exiting through the discharge aperture 60. A second air flow E, I, K, L, M may flow from the first compartment 44, through the second passage 114, and into the second compartment 46 to cool the motor 54. The second air flow K, L, M then proceeds from the second compartment 46, through the third passage 118, into the discharge compartment, and out of the enclosure 14 through the discharge aperture 60. In the illustrated embodiment, the air flow enters the discharge compartment 40 through both the first passage 110 and the third passage 118. The first air flow E, F, G, M and the second air flow E, I, K, L, M both converge in the discharge compartment 40 before the combined air flow M exits

In the claims

through the discharge aperture 60.--

Please cancel claims 1-22 without prejudice.